



Corporate Governance Policy

of

CK Power Public Company Limited and its Affiliated Companies



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Corporate Governance

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Objectives

The Board of Directors is confident that good corporate governance serves as a key factor in reflection of the efficient, transparent, and auditable management systems and also as an important factor in promotion of an overall success of the Company as a mechanism with its commitment to social responsibility, which all of these will help build trust and confidence of shareholders, investors, stakeholders and all related parties. The Company has then adhered to and strictly complied with the principles of good corporate governance through operations by the Board of Directors, executives, and employees. In this connection, the Company has formulated its Corporate Governance Policy in accordance with the criteria of Corporate Governance Principles of the Stock Exchange of Thailand (“SET”), regulations of the Office of Securities and Exchange Commission (“SEC Office”) and the Capital Market Supervisory Board, along with other relevant regulatory bodies, in order to ensure that the Company’s operations are kept up to date and in line with such relevant principles of good corporate governance, with its commitment to achieving the Company’s efficient operations and growth under the visions, as well as generating healthy, stable and fair returns for shareholders in parallel with continual emphasis on environmental and community issues under the missions on a sustainable basis.

Scope

The Board of Directors has set out the Corporate Governance Policy in a written format to ensure the corporate practical guidelines with clarity, transparency, and audibility, and to be clearly communicated to personnel of the Company, third persons, including stakeholders of all sectors for their compliance therewith. Moreover, the Company’s Corporate Governance Policy shall be regularly reviewed every two years or as appropriate to ensure that the Company’s Corporate Governance Policy is suitable, up to date, and consistent with the regularly updated criteria of the Corporate Governance Principles of the SET and the SEC Office, including other relevant regulatory bodies. In addition, such Corporate Governance Policy has been publicly disclosed on the Company’s website with the aim of demonstrating the Company’s steadfast intentions and operations which have strictly adhered to the principles of good corporate governance in a concrete, transparent and auditable manner.

Communication and Compliance with Corporate Governance Policy

The Board of Directors communicates and disseminates the Company's Corporate Governance Policy to directors, executives and employees at all levels, together with stakeholders of all sectors, both internal and external, in a transparent and auditable manner through the Company's website at www.ckpower.co.th and the Intranet system, including review to ensure that such criteria are kept up to date and can be adhered to as guidelines for operations on a concrete basis in order to ensure proper and clear awareness, understanding, and practices thereof. In this regard, details of the criteria and implementation of the criteria for corporate governance in accordance with the Corporate Governance Policy are shown in the Company's policies, codes of conduct and practical guidelines which have been prepared and disclosed on the Company's website, as well as to be prepared and disclosed in the future.

The structure of the Corporate Governance Policy of the Company has covered the significant matters under criteria of the Corporate Governance Principles of the SET, comprising five main chapters, per the detail as follows:

1 The Rights of Shareholders

The Company has its operational policies and guidelines in respect of the rights of shareholders by realizing significance and equality of various fundamental rights of all shareholders, both minority shareholders and institutional investors, whereby all shareholders shall have right to accept profit sharing of the business, right to access adequate information and news of the business, right to attend meetings to exercise the voting right at shareholders' meetings for appointment or removal of directors, appointment of auditors, and right to participate in decisions on any matters which have an impact upon the Company, such as, allocation of dividends, determination or amendment of the Articles of Association and the Memorandum of Association, capital decrease or increase, and special transaction approval, including arrangements on various matters which support and facilitate for exercise of the rights of shareholders, etc. In this regard, details of the operational policies and guidelines in respect of the rights of shareholders are shown in the Stakeholders Policy which has already been disclosed on the Company's website.

2 The Equal Treatment for Shareholders

The Company has a policy to ensure equal and fair treatment and protection of rights of all shareholders, both Thai and foreign shareholders, institutional investors, major and minority

shareholders, through various forms of operations in strictly accordance with the rules of law and equality. The Company also determine the guideline on keeping confidentiality and the use of insider information for Directors, Executives, and employees to adhered not to seek illegitimate benefits from the use of insider information, for themselves or others. In this regard, details of the operational policies and guidelines in respect of the equal treatment for shareholders are shown in the Stakeholders Policy and details of the guidelines on keeping confidentiality and the use of insider information are shown in the Business Code of Conducts, which has already been disclosed on the Company's website.

3 The Role of Stakeholders

The Company realizes the importance of rights of stakeholders of all sectors, both internal and external, including society as a whole, through fair treatment towards all stakeholders; therefore, established operational policies and guidelines which take into account all stakeholders so that they can play their roles and participate in the management of the Company, whereby they can contact or communicate to express their opinions or report on misconduct via various channels provided by the Company and disclosed on the Company's website and Annual Report. In this regard, details of the operational policies and guidelines in respect of the role of stakeholders are shown in the Stakeholders Policy which has already been disclosed on the Company's website.

4 Disclosure and Transparency

The Company gives priority to accurate, complete, transparent and timely disclosure of information, in particular information which may influence the decision-making or be material to the operational results, including reports on financial information, information to be periodically disclosed, and general information, along with material information which may affect prices of the Company's securities in accordance with the rules of the SEC Office and the SET, together with other laws or rules. The Company has therefore established the operational policies and guidelines with transparency to ensure accurate, equal, and fair access to such material information for shareholders, stakeholders, together with the general public. In this regard, details of the operational policies and guidelines in respect of disclosure and transparency are shown in the Information Disclosure Policy which has already been disclosed on the Company's website.

5 Responsibilities of the Board of Directors

The Board of Directors' powers, duties and responsibilities are clearly separated from those of the Management. That is, the Board of Directors has a duty to administer the Company and oversee to ensure that the Management's operations are conducted in accordance with the visions and missions, legal framework, the Company's objectives and Articles of Association, including resolutions of the shareholders' meetings which are legally valid, with honesty, integrity, prudence and due care to safeguard the Company's interests which strictly adhere to the good corporate governance principles. In this regard, details of the structure, rules, and guidelines for performance of duties of the Board of Directors, including review of corporate governance in respect of the responsibilities of the Board of Directors are shown in the Board of Directors Charter, the subcommittees' respective charters, the Code of Conduct for Directors, and the practical guidelines for succession plan, which have already been disclosed on the Company's website.

The Company has applied these principles of the five chapters as a framework for its business operations in accordance with the principles of good corporate governance on a continuous basis. These are defined as policies, Codes of Conduct, Charters and practical guidelines, including other future rules with which directors, executives and employees are required to comply. The Company believes that compliance with the good corporate governance will enable it to conduct management with fairness, transparency, accountability, as well as building confidence of stakeholders of all sectors, and to that end, the Company will be able to achieve the sustainable growth.

It is hereby announced for general acknowledgment and action.

-Signature-

(Dr. Thanong Bidaya)

Chairman of the Board of Directors